

**HUDSON DEVELOPMENT CORPORATION
BOARD OF DIRECTOR MEETING
1 NORTH FRONT STREET, HUDSON, NEW YORK
MAY 29, 2013**

PRESENT

Perry Lasher
Chris Jones
Seth Rapport
Carmine Pierro
Duncan Calhoun
Victor Mendolia
Don Moore

ABSENT

Mayor Hallenbeck
Lori Selden
Ohrine Stewart

ALSO PRESENT

Duke Duchessi, TGW
Cheryl Roberts, Legal Counsel
Sheena Salvino, Exec. Director
Bobby Jo Race, Intern
Mary Rembach, Executive Asst.

Sheena called the meeting to order at 12:08 pm.

Sheena stated that, while not on the Agenda, Legal Counsel would be speaking first.

Cheryl Roberts told the Board that she would be doing some work out of the city in the next couple of months. She would like the Board to consider obtaining other legal counsel while she is unavailable. She added that the Board should consider having counsel at meetings on a regular basis. Cheryl was excused.

READING OF THE MINUTES

The minutes of April 24, 2013 had been distributed to the Board for review prior to the meeting. Victor noted a spelling correction, i.e. change Quinton Cross to Quintin Cross.

MOTION to approve the minutes of April 24, 2013 as corrected by Perry Lasher. Seconded by Duncan Calhoun. All in favor. MOTION passed.

FINANCIAL STATEMENTS

Mary reviewed the April financials.

MOTION to accept the financial statements by Perry Lasher, seconded by Don Moore. All in favor, MOTION passed.

Duncan suggested that the financials be sent to the Board prior to meetings for review.

OLD BUSINESS

Seth indicated that three issues still remain unresolved. First, the continuing problem with back taxes - Treasurer has billed us for back taxes again. This was not discovered at closing of the final Riverloft parcel. Sheena and Seth are meeting with the Treasurer. Seth asked about it last December and Treasurer was going to look at it then. At that time Treasurer said it was around \$1,000. They will report back.

Second, Seth updated the Board regarding the new effort to beef up a charitable contribution program. The Real Estate Committee met with Duke and Bill Rohr of TGW to discuss the program

basics. The premise of the program: HDC takes properties for a charitable contribution and then sells them to new business ventures. The next steps include a small group meeting of lawyers and accountants to discuss how this process would come together.

Lastly, Seth feels Cheryl is right that we need to have counsel on a regular basis. He feels it doesn't have to be Cheryl's firm but there it would be efficient in that they share info. Seth knows Ginger Benedict at Rapport Meyers and believes she would be good since Cheryl of their firm is the City Attorney. Seth has no problem if anyone wants to hire someone from another firm. Don asked if anyone had anyone they recommends? Perry said he has also worked with Ginger and believes she is excellent.

MOTION by Perry Lasher to ask Ginger if she is available as Counsel to the HDC Board. Seconded by Don Moore. All in favor, except Seth Rapport who abstained. MOTION passed.

HRBT foundation issue is still not resolved. There is a discrepancy about what was agreed upon and allowable uses for the HRBTF funds in 2008. Discussion followed.

Sheena to follow up with Rick Scalera with regard to the conversation with Carl Florio, Director of HRBTF.

Seth and Sheena to have a conversation with Carl Florio, to settle this problem.

EXECUTIVE DIRECTOR REPORT

Sheena stated that the PARIS budget has been updated and submitted. She also reminded new Board Members to complete their ABO training.

Sheena asked the Board if there were any strong feelings how the remaining \$10K of the Marketing Budget be spent. Victor indicated that some of the radio programming money might be better spent elsewhere.

Because Lori's tenure on the Board is about up, Seth suggested that Chris Jones join the marketing committee. Chris agreed.

Duncan talked about the My Chamber of Commerce app for mobile phone download. Sheena asked the Committee members to schedule a Marketing Committee meeting for June 11 at noon.

Sheena reported that the Planning Committee met to discuss projects for the CFA application. The Way Finding Project and Hudson City Daycare were the two certain projects.

Sheena indicated that the Day Care building is deteriorating rapidly. It would be a good project for one of the agencies. She also said that the Ferry St. Bridge project might be an important project to apply for funding. Two applications have been submitted through other state funding programs. One was unsuccessful and the other has not been determined yet.

Don stated that TEP will be available again and Don feels we should put the Ferry Street project through under that. The total project cost is \$2.5M and there is no match with TEP grants.

Duke talked about the Day Care project. Projects HDC is eligible for are somewhat limited. Either HCDPA or HDC could apply. He stated that if HDC applies that would leave HCDPA available to apply for something else. Budget would be about \$200,000. Funding should be open June 3 until September.

Sheena added that if Board Members are interested in learning more about the CFA process, there will be training at CGCC on June 19th from 2-4:30pm.

Sheena shared that Joanne Fabrics Company had reached out and was interested in getting involved

with the Community. Duncan added that he heard Michael's will open in Greenport too.

Sheena asked Don Moore if there was an update on the EV Charging Station proposal. He stated that there was not enough time and not enough information at present to make any determination about the project.

TGW REPORT

Duke stated there is \$12,000,000 available from DEC for cleanup. City possibly could use this for Fosters. We need to work with the City to see what level of cleanup they want to do.

NEW BUSINESS

Mary has asked to retire. Has agreed to stay on as necessary and will continue to do accounting until they find a proper replacement. The objective is to hire someone who will act as support staff for Sheena with the ability to do the required bookkeeping with QuickBooks. Sheena will post the job announcement June 1.

ADJOURNMENT

MOTION by Perry Lasher, seconded by Victor Mendolia, to adjourn.
All in favor. MOTION passed.

The meeting was adjourned at 1:27 pm.